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**UNITED STATES DISTRICT COURT**  
**DISTRICT OF NEVADA**

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8 TAD SCHLATRE, Individually and on ) Case # 2:21-cv-02209  
9 Behalf of All Others Similarly Situated, )  
10 Plaintiff(s), )  
11 vs. )  
12 MARATHON DIGITAL HOLDINGS, INC. )  
f/k/a MARATHON PATENT GROUP, )  
INC., *et al.*, )  
13 Defendant(s). )  
14 \_\_\_\_\_  
15  
16 Caroline Hickey Zalka \_\_\_\_\_, Petitioner, respectfully represents to the Court:  
17 (name of petitioner)  
18 1. That Petitioner is an attorney at law and a member of the law firm of  
19 Weil, Gotshal & Manges LLP  
20 \_\_\_\_\_  
21 (firm name)  
22 with offices at \_\_\_\_\_ 767 Fifth Avenue  
23 \_\_\_\_\_  
24 (street address)  
25 New York \_\_\_\_\_, New York \_\_\_\_\_, 10153  
26 (city) (state) (zip code)  
27 212-310-8527 \_\_\_\_\_, caroline.zalka@weil.com  
28 (area code + telephone number) (Email address)

**VERIFIED PETITION FOR  
PERMISSION TO PRACTICE  
IN THIS CASE ONLY BY  
ATTORNEY NOT ADMITTED  
TO THE BAR OF THIS COURT  
AND DESIGNATION OF  
LOCAL COUNSEL**

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3. That since 10/04/2004  
(date), Petitioner has been and presently is a member in good standing of the bar of the highest Court of the State of New York  
(state) where Petitioner regularly practices law. Petitioner shall attach a certificate from the state bar or from the clerk of the supreme court or highest admitting court of each state, territory, or insular possession of the United States in which the applicant has been admitted to practice law certifying the applicant's membership therein is in good standing.

4. That Petitioner was admitted to practice before the following United States District Courts, United States Circuit Courts of Appeal, the Supreme Court of the United States and Courts of other States on the dates indicated for each, and that Petitioner is presently a member in good standing of the bars of said Courts.

5. That there are or have been no disciplinary proceedings instituted against petitioner, nor any suspension of any license, certificate or privilege to appear before any judicial, regulatory or administrative body, or any resignation or termination in order to avoid disciplinary or disbarment proceedings, except as described in detail below:

None.

6. That Petitioner has never been denied admission to the State Bar of Nevada. (Give particulars if ever denied admission):

None.

7. That Petitioner is a member of good standing in the following Bar Associations.

None.

8. Petitioner has filed application(s) to appear as counsel under Local Rule IA 11-2 (formerly LR IA 10-2) during the past three (3) years in the following matters: (State "none" if no applications.)

Date of Application	Cause	Title of Court Administrative Body or Arbitrator	Was Application Granted or Denied
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None.

(If necessary, please attach a statement of additional applications)

9. Petitioner consents to the jurisdiction of the courts and disciplinary boards of the State of Nevada with respect to the law of this state governing the conduct of attorneys to the same extent as a member of the State Bar of Nevada.

10. Petitioner agrees to comply with the standards of professional conduct required of the members of the bar of this court.

11. Petitioner has disclosed in writing to the client that the applicant is not admitted to practice in this jurisdiction and that the client has consented to such representation.

1 That Petitioner respectfully prays that Petitioner be admitted to practice before this Court  
2 FOR THE PURPOSES OF THIS CASE ONLY.

3 

4 Petitioner's signature

5 STATE OF New York }  
6 COUNTY OF New York }

7 Caroline Hickey Zalka, Petitioner, being first duly sworn, deposes and says:

8 That the foregoing statements are true.

9 

10 Petitioner's signature

11 Subscribed and sworn to before me this

12 22 day of March, 2022.

13   
Notary Public or Clerk of Court

MARY PAUL  
Notary Public, State of New York  
No. 24-4895779  
Qualified in Kings County  
Commission Expires June 22, 2023

16 **DESIGNATION OF RESIDENT ATTORNEY ADMITTED TO  
THE BAR OF THIS COURT AND CONSENT THERETO.**

17 Pursuant to the requirements of the Local Rules of Practice for this Court, the Petitioner  
18 believes it to be in the best interests of the client(s) to designate James Pisanelli  
(name of local counsel)  
19 Attorney at Law, member of the State of Nevada and previously admitted to practice before the  
20 above-entitled Court as associate resident counsel in this action. The address and email address of  
21 said designated Nevada counsel is:

23 \_\_\_\_\_  
24 \_\_\_\_\_  
25 \_\_\_\_\_  
26 \_\_\_\_\_  
27 \_\_\_\_\_

Pisanelli Bice, PLLC 400 South 7th St., Suite 300  
(street address)

Las Vegas, Nevada, 89101  
(city) (state) (zip code)

702-214-2100, jpp@pisanellibice.com  
(area code + telephone number) (Email address)

1 By this designation the petitioner and undersigned party(ies) agree that this designation constitutes  
2 agreement and authorization for the designated resident admitted counsel to sign stipulations  
3 binding on all of us.

4

5 **APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL**

6

7 The undersigned party(ies) appoint(s) James Pisanelli as  
8 (name of local counsel)  
his/her/their Designated Resident Nevada Counsel in this case.

9  
10 (party's signature)

11 Jim Crawford, COO, Marathon Digital Holdings, Inc.  
12 (type or print party name, title)

13 (party's signature)

14  
15 (type or print party name, title)

16  
17 **CONSENT OF DESIGNEE**

18 The undersigned hereby consents to serve as associate resident Nevada counsel in this case.

19  
20 Designated Resident Nevada Counsel's signature

21 4027 jjp@pisanellibice.com  
Bar number Email address

22  
23 APPROVED:

24 Dated: this \_\_\_\_\_ day of \_\_\_\_\_, 20 \_\_\_\_.

25  
26 UNITED STATES DISTRICT JUDGE

**APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

The undersigned parties appoint James Pisanelli as their Designated Resident Nevada Counsel in this case.

(signature)  
**Fred Thiel, CEO & Chairman, Marathon**  
(type or print party name, title)

(signature)

(signature)  
**Merrick D. Okamoto, former CEO & Chairman, Marathon**  
(type or print party name, title)

---

(signature)

(signature)

(signature)

(signature)

(signature)

**APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

The undersigned parties appoint James Pisanelli as their Designated Resident Nevada Counsel in this case.

(signature)  
**Fred Thiel, CEO & Chairman, Marathon**  
(type or print party name, title)

**Simeon Salzman, CAO, Marathon**  
(type or print party name, title)

---

(signature)  
**Merrick D. Okamoto, former CEO & Chairman, Marathon**  
(type or print party name, title)

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(signature)

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(type or print party name, title)

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(signature)

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(type or print party name, title)

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(type or print party name, title)

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(signature)

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(signature)

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(type or print party name, title)

**APPOINTMENT OF DESIGNATED RESIDENT NEVADA COUNSEL (Continued)**

The undersigned parties appoint James Pisanelli as their Designated Resident Nevada Counsel in this case.

Fred Thiel, CEO & Chairman, Marathon  
(type or print party name, title)

**Simeon Salzman, CAO, Marathon**  
(type or print party name, title)

(signature)  
**Merrick D. Okamoto, former CEO & Chairman, Marathon**  
(type or print party name, title)

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(signature)

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(signature)

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(signature)

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(signature)

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(signature)

---

(type or print party name, title)

1 James J. Pisanelli, Bar No. 4027  
2 Debra L. Spinelli, Bar No. 9695  
PISANELLI BICE PLLC  
2 400 South 7th Street, Suite 300  
3 Las Vegas, Nevada 89101  
Telephone: 702.214.2100  
4 Facsimile: 702.214.2101  
Email: jjp@pisanellibice.com  
5 Email: dls@pisanellibice.com

6 Jonathan D. Polkes (*pro hac vice pending*)  
Caroline Hickey Zalka (*pro hac vice pending*)  
7 WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
8 New York, New York 10153  
Telephone: 212.310.8000  
9 Facsimile: 212.310.8007  
10 Email: [jonathan.polkes@weil.com](mailto:jonathan.polkes@weil.com)  
Email: [caroline.zalka@weil.com](mailto:caroline.zalka@weil.com)

11 Attorneys for Defendants Marathon Digital  
Holdings, Inc., Merrick D. Okamoto,  
12 Frederick G. Thiel, and Simeon Salzman

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEVADA**

TAD SCHLATRE, Individually and on Behalf  
of All Others Similarly Situated,

Case No.: 2:21-cv-02209-RFB-NJK

**Plaintiff,**

v.

MARATHON DIGITAL HOLDINGS, INC.  
f/k/a MARATHON PATENT GROUP, INC.,  
MERRICK D. OKAMOTO, FREDERICK G.  
THIEL, and SIMEON SALZMAN,

**CERTIFICATION OF CAROLINE  
HICKEY ZALKA**

#### **Defendants.**

1. I am an attorney with the law firm of Weil, Gotshal & Manges LLP, 767  
Fifth Avenue, New York, New York 10153.

2. I make this certification pursuant to LR IA 11-2(b)(3).

26           3. I am a member in good standing of the bars set forth on Exhibit A attached  
27 hereto

28 | P a g e  
4. Attached as Exhibit B is my current Certificate of Good Standing to the



# **Exhibit A**

## **Bar Admissions**

**Exhibit A<sup>1</sup>**

Court	Date Admitted	Bar Number
New York State Supreme Court, Appellate Division, First Department	10/04/2004	4263448
U.S. District Court, S.D.N.Y.	11/22/2005	CH1410
U.S. District Court, E.D.N.Y.	02/17/2006	CH1410
U.S. District Court, D. Col.	04/10/2013	No such number assigned
U.S. Court of Appeals for the Second Circuit	10/14/2014	No such number assigned
U.S. Court of Appeals for the Tenth Circuit	11/13/2015	No such number assigned

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<sup>1</sup> A previous version of this list included three *pro hac vice* admissions to jurisdictions where I am not a member of the bar. Those jurisdictions have now been removed.

# **Exhibit B**

## **Certificates of Good Standing**



*Appellate Division of the Supreme Court  
of the State of New York  
First Judicial Department*

*I, Susanna M. Rojas, Clerk of the Appellate Division of the Supreme Court of the State of New York, First Judicial Department, do hereby certify that*

*Caroline Zalka*

*was duly licensed and admitted to practice as an Attorney and Counselor at Law in all the courts of this State on October 4, 2004, has duly taken and subscribed the oath of office prescribed by law, has been enrolled in the Roll of Attorneys and Counselors at Law on file in this office, is duly registered with the Administration Office of the Courts, and according to the records of this Court is currently in good standing as an Attorney and Counselor-at-Law.*

*In Witness Whereof, I have hereunto set my hand in the City of New York on April 19, 2022.*



*Susanna M. Rojas*

*Clerk of the Court*



Supreme Court of the State of New York  
Appellate Division, First Department

ROLANDO T. ACOSTA  
PRESIDING JUSTICE

SUSANNA MOLINA ROJAS  
CLERK OF THE COURT

MARGARET SOWAH  
DEPUTY CLERK OF THE COURT

To Whom It May Concern

An attorney admitted to practice by this Court may request a certificate of good standing, which is the only official document this Court issues certifying to an attorney's admission and good standing.

An attorney's registration status, date of admission and disciplinary history may be viewed through the attorney search feature on [the website of the Unified Court System](#).

New York State does not register attorneys as active or inactive.

An attorney may request a disciplinary history letter from the [Attorney Grievance Committee of the First Judicial Department](#).

Bar examination history is available from the [New York State Board of Law Examiners](#).

Instructions, forms and links are available on [this Court's website](#).

A handwritten signature in black ink that reads "Susanna M. Rojas".

Susanna Rojas  
Clerk of the Court

Revised October 2020

**United States District Court**  
**Southern District of New York**

**Certificate of Good Standing**

I, *Ruby J. Krajick*, Clerk of Court, Certify that

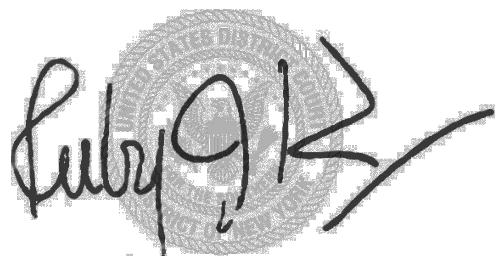
CAROLINE JANE HICKEY, Bar # CH1410

was duly admitted to practice in the Court on

November 22, 2005

and is in good standing as a member of the Bar of this Court

Dated at 500 Pearl St. On April 20, 2022  
New York, New York



Ruby J. Krajick  
Clerk of Court

By

s/ A. Eames  
Deputy Clerk

UNITED STATES DISTRICT COURT  
for the  
Eastern District of New York  
**CERTIFICATE OF GOOD STANDING**

I, Brenna B. Mahoney, Clerk of this Court,

certify that Caroline Jane Hickey, Bar # CH1410,

was duly admitted to practice in this Court on 02/17/2006, and is in good standing as a member  
of the Bar of this Court.

Dated at Brooklyn on 04/19/2022  
(*Location*) (*Date*)

Brenna B. Mahoney

*CLERK OF COURT*

David Afrani

*Deputy Clerk*





# Certificate of Good Standing and Letter of No Disciplinary History

United States District Court  
District of Colorado

I, Jeffrey P. Colwell, Clerk of the United States District Court  
DO HEREBY CERTIFY

## **CAROLINE HICKEY ZALKA**

was admitted to practice in this court on  
**APRIL 10, 2013**  
and is in good standing with no disciplinary history in this court.

Dated: April 19, 2022

Jeffrey P. Colwell, Clerk



By: Mark J. Fredrickson  
Deputy Clerk

UNITED STATES COURT OF APPEALS  
FOR THE SECOND CIRCUIT

**CERTIFICATE OF GOOD STANDING**

I, CATHERINE O'HAGAN WOLFE, Clerk of the United States Court of Appeals for the Second Circuit,

CERTIFY that **CAROLINE HICKEY** was admitted to practice in said on October 14<sup>th</sup>, 2014 and is in good standing.

Dated: April 19, 2022

*CATHERINE O'HAGAN WOLFE*

Clerk of Court

*Kevin Brofsky*

---

Kevin Brofsky  
Deputy Clerk/Adm.

THE UNITED STATES OF AMERICA



for the Tenth Circuit

I, Christopher M. Wolpert, Clerk of the United States Court of Appeals for the Tenth Circuit,

**DO HEREBY CERTIFY** that Caroline Hickey Zalka was

duly admitted to practice before this Court on November 13, 2015,

and is in good standing. There have been no disciplinary actions instituted in this court.

Dated at Denver, Colorado, on April 19, 2022.

CHRISTOPHER M. WOLPERT

Clerk of Court

By Bly See Styr

Deputy Clerk